SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours per response:										

1. Name and Address of Reporting Person* BENJAMIN GERALD A			2. Issuer Name and Ticker or Trading Symbol SCHEIN HENRY INC [HSIC]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BENJAMIN	GERALD A			X	Director	10% Owner				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)	Other (specify below)				
C/O HENRY SCHEIN, INC.			11/06/2003		Executive Vice President					
135 DURYEA	ROAD									
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Filii	ng (Check Applicable				
MELVILLE	NY	11747		X	Form filed by One Re	porting Person				
			_		Form filed by More the Person	an One Reporting				
(City)	(State)	(Zip)		1						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

		counties Acq	and, Disposed of, of Beneficiary Owned									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	11/06/2003		М		5,750	A	\$1 <mark>6</mark>	11,410	D			
Common Stock	11/06/2003		М		1,618	A	\$24.56	13,028	D			
Common Stock	11/06/2003		S		7,368	D	\$63	5,660	D			
Common Stock	11/07/2003		М		10,882	A	\$24.56	16,542	D			
Common Stock	11/07/2003		М		2,762	A	\$21.5	19,304	D			
Common Stock	11/07/2003		S		13,644	D	\$ <mark>63</mark>	5,660	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deri Seci Acq (A) o Disp of (E	umber vative urities uired or oosed 0) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$16	11/06/2003		М			5,750	(1)	11/02/2005	Common Stock	5,750	\$0	0	D	
Stock Option (right to buy)	\$24.56	11/06/2003		М			1,618	(2)	03/13/2007	Common Stock	1,618	\$0	10,882	D	
Stock Option (right to buy)	\$24.56	11/07/2003		М			10,882	(2)	03/13/2007	Common Stock	10,882	\$0	0	D	
Stock Option (right to buy)	\$21.5	11/07/2003		М			2,762	(3)	04/06/2009	Common Stock	2,762	\$0	14,738	D	

Explanation of Responses:

1. The option vested in three equal installments on November 2, 1996, November 2, 1997 and November 2, 1998.

2. The option vested in three equal installments on March 13, 1998, March 13, 1999 and March 13, 2000.

3. The option vested in three equal installments on April 6, 2000, April 6, 2001 and April 6, 2002.

/s/ Gerald A. Benjamin

** Signature of Reporting Person

11/10/2003

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.